

Company No: 199401036979 (322661-W)

# QUARTERLY INTERIM FINANCIAL REPORT

For the Quarter Ended 31 December 2022

The Directors are pleased to announce the following:-

Unaudited Condensed Consolidated Statement of Comprehensive Income for the Quarter and Financial Period Ended 31 December 2022

		Individual Quarter		Cumulative Quarter		
	Note	Current Year Quarter 31/12/2022 RM'000	Preceding Year Corresponding Quarter 31/12/2021 RM'000	Current Year To Date 31/12/2022 RM'000	Preceding Year To Date 31/12/2021 RM'000	
Revenue Cost of sales	_	25,861 (23,729)	19,441 (16,483)	66,686 (60,049)	64,539 (50,287)	
Gross profit		2,132	2,959	6,636	14,251	
Other operating income Administrative expenses Distribution costs Other operating expenses Finance costs	_	388 (1,890) (409) (65) (19)	146 (2,113) (214) (475) (0)	1,317 (5,519) (1,176) (118) (28)	969 (5,753) (1,016) (1,218) (7)	
Operating profit Interest income Share of results of equity-accounted		137 500	302 237	1,113 1,420	7,227 451	
associates Profit before tax	-	<u>(122)</u> 515	204 743	891 3,424	770 8,448	
Income tax expenses	B5 _	(401)	(210)	(815)	(643)	
Profit for the period	B13	114	533	2,609	7,805	
Other comprehensive income, net of tax						
Item that may be reclassified subsequently to profit or loss:-						
Translation differences	_	(1,996)	(153)	1,485	189	
Profit and total comprehensive income for the period	_	(1,882)	380_	4,093	7,993	



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Unaudited Condensed Consolidated Statement of Comprehensive Income for the Quarter and Financial Period Ended 31 December 2022

		Individual Quarter		<b>Cumulative Quarter</b>	
	Note	Current Year Quarter 31/12/2022 RM'000	Preceding Year Corresponding Quarter 31/12/2021 RM'000	Current Year To Date 31/12/2022 RM'000	Preceding Year To Date 31/12/2021 RM'000
Profit for the period attributable to:-					
Owners of the Company		272	210	2,517	5,378
Non-controlling interest	_	(158)	323	92	2,426
		114_	533	2,609	7,805
Total comprehensive income attributable to:-					
Owners of the Company		(1,724)	57	4,002	5,567
Non-controlling interest	_	(158)	323	92	2,426
		(1,882)	380	4,093	7,993
Earnings per share attributable to owners of the Company:-					
Basic (sen)	B12	0.10	0.08	0.90	2.10
Diluted (sen)	B12	0.10	0.08	0.89	2.05

The unaudited Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the audited financial statements for the financial year ended 31 March 2022.



Company No: 199401036979 (322661-W)

# Unaudited Condensed Consolidated Statement of Financial Position as at 31 December 2022

Unaudited Condensed Consolidated Statement of	Filialiciai Fositioli as		(Audited)
	Note	As At Financial Period Ended 31/12/2022 RM'000	As At Preceding Financial Year Ended 31/03/2022 RM'000
Non-current assets			
Property, plant and equipment	A9	22,604	23,287
Investment in associates		21,001	20,495
Right-of-use assets		12,025	11,867
Deferred tax assets		55_	55_
		55,685	55,704
Current assets			
Inventories		15,573	10,891
Trade and other receivables		26,104	22,945
Current tax assets		381	539
Short-term investment		8,800	
Cash and cash equivalents		74,222	91,581
		125,080	125,956
TOTAL ASSETS		180,765	181,659
Equity			
Share capital		100,413	100,413
Reserves		4,957	3,473
ESOS Reserve		1,410	1,410
Retained earnings		55,269	52,752
retained carrings		162,049	158,048
Non-controlling interest		9,802	9,710
Total equity		171,851	167,758
Non-current liability			
Deferred tax liabilities		733	734
		733	734
Current liabilities			
Trade and other payables		7,601	12,859
Lease liabilities		345	22
Current tax liabilities		235	287_
		8,181	13,168
Total liabilities		8,914	13,901
TOTAL EQUITY AND LIABILITIES		180,765	181,659
Net assets per share attributable to			
ordinary equity holders of the parent			
(RM)		0.58	0.57



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# Unaudited Condensed Consolidated Statement of Changes in Equity for the Financial Period Ended 31 December 2022

Group	Share capital RM'000		tributable Translation reserve RM'000	ESOS reserve RM'000	Distributable Retained earnings RM'000	Total RM'000	Non- controlling interest RM'000	Total equity RM'000
Balance as at 1 April 2022	100,413	3	3,470	1,410	52,752	158,048	9,710	167,758
Profit and total comprehensive								
income for the period	-	-	1,485	-	2,517	4,002	92	4,093
Balance as at 31 December 2022	100,413	3	4,954	1,410	55,269	162,049	9,802	171,851
Balance as at 1 April 2021	32,250	3	2,961	-	48,712	83,925	7,409	91,335
Profit and total comprehensive income for the period	-	-	189	-	5,378	5,567	2,426	7,993
Transaction with owners								
- issuance of shares for cash - issuance of shares under	31,810					31,810		31,810
employees' share options	17,010					17,010		17,010
<ul> <li>Issuance of shares to non-controlling interest of a subsidiary</li> </ul>						-	40	40
Balance as at 31 December 2021	81,070	3	3,150	-	54,090	138,313	9,875	148,189



OPCOM HOLDINGS BERHAD Company No: 199401036979 (322661-W)

# Unaudited Condensed Consolidated Statement of Cash Flows for the Financial Period Ended 31 December 2022

	Current Financial Period Ended 31/12/2022 RM'000	Preceding Financial Year Corresponding Period Ended 31/12/2021 RM'000
CASH FLOWS (FOR)/FROM OPERATING ACTIVITIES		
Profit before tax	3,424	8,448
Adjustments for:-	1 406	1 460
Depreciation Interest Income	1,426 (1,420)	1,469 (451)
Other Non-cash items	(650)	(666)
Other Non-operating items	(890)	(762)
Operating profit before working capital changes	1,890	8,037
Changes in working capital:-		
Inventories	(4,168)	2,141
Trade and other receivables	(1,318)	10,366
Trade and other payables	(5,736)	(4,334)
Cash (for)/from operations	(9,332)	16,210
Tax paid	(756)	(282)
Net cash (for)/from operating activities	(10,088)	15,928
CASH FLOWS (FOR)/FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment	(229)	(464)
Proceeds from disposal of property, plant and equipment Interest received	161	160
Placement in short term investments	1,420 (8,800)	451
Additions to right-of-use assets	(363)	-
Net cash (for)/from investing activities	(7,811)	147
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of bank borrowings	323	(1,149)
Repayment of lease liabilities	-	(21)
Proceeds from issuance of ordinary shares, net of direct expenses	-	31,810
Proceeds from exercise of employees' share options	-	17,010
Proceeds from issuance of shares to non-controlling interest of a subsidiary	-	40.00
Repayment to corporate shareholder of a subsidiary company	- (0)	(8,048)
Finance costs paid	(2)	(8)
Net cash from financing activities	321	39,634
Net (decrease)/increase in cash and cash equivalents	(17,578)	55,709
Effect of exchange rate fluctuations on cash held	219	103
Cash and cash equivalents at beginning of financial period	91,581	20,861
Cash and cash equivalents at end of financial period	74,222	76,672



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Unaudited Condensed Consolidated Statement of Cash Flows for the Financial Period Ended 31 December 2022 (continued)

Cash and cash equivalents included in the Statement of Cash Flows comprise of the following amounts in Statement of Financial Position:-

	Current Financial Period Ended 31/12/2022 RM'000	Preceding Financial Year Corresponding Period Ended 31/12/2021 RM'000
Deposits placed with licensed banks Cash and bank balances	9,210 65,012 74,222	72,537 4,135 76,672

The unaudited Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited financial statements for the financial year ended 31 March 2022.



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Notes on the Quarterly Interim Financial Report - 31 December 2022

# A. EXPLANATORY NOTES AS PER MALAYSIAN FINANCIAL REPORTING STANDARD ("MFRSs") 134, INTERIM FINANCIAL REPORTING

#### A1. Basis of Preparation

These condensed consolidated interim financial statements for the current quarter have been prepared in accordance with MFRS 134, *Interim Financial Reporting* and Rule 9.22 of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities").

The interim financial statements should be read in conjunction with the audited financial statements of the Group as at and for the financial year ended 31 March 2022 which was prepared in accordance with the MFRSs. The explanatory notes attached to these interim financial statements provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial year ended 31 March 2022.

The significant accounting policies adopted are consistent with those of the audited financial statements for the year ended 31 March 2022 except for the adoption of those new Malaysian Financial Reporting Standards ("MFRS") and amendment to MFRS and Interpretations that are applicable to the Group for the financial period beginning 01 April 2022.

The adoption of the new standards, amendments and interpretation to published standards does not have any material impact on the financial statements of the Group for the financial period beginning on 01 April 2022 upon their initial application.

#### A2. Audit Report

The Audit Report of the Group's annual financial statements for the financial year ended 31 March 2022 was not subject to any audit qualification.

### A3. Seasonality of Interim Operations

The fiber optic cables, engineering services, thixotropic gel and fiber reinforced plastics markets are observed to be seasonal in nature and dependent on the general economic and business environment. Given its experience in these markets, the Group is well positioned to ameliorate any seasonal fluctuation of demand for its products.

### A4. Unusual Items

There were no significant unusual items that affect the assets, liabilities, equity, net income or cash flows other than those disclosed elsewhere in these notes.

# A5. Changes in Estimates

There were no changes in the estimates of amounts reported that have a material effect in the current quarter.

# A6. Issuances, Cancellations, Repurchases, Resale and Repayments of Debt and Equity Securities

There were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities during the current quarter.

# A7. Dividends Paid

There were no dividends paid during the current quarter (31 December 2021: Nil)



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# A8. Segmental Reporting

The Group operates wholly in Malaysia.

The Group's segmental report for the financial year are as follows:-

# 31 December 2022

Business Segments	Manufacturing RM'000	Trading & Engineering Services RM'000	Other Operations RM'000	The Group RM'000
Segment revenue: Revenue from external customers	47,643	18,868	175	66,686
Segmental (loss)/profit: Operating profit/(loss) for reportable segments	1,747	2,834	(3,440)	1,140
Interest income Finance costs Share of results of associated companies Profit before tax Income tax expense Profit after tax			- - -	1,420 (28) 891 3,424 (815) 2,609
31 December 2021				
Business Segments	Manufacturing RM'000	Trading & Engineering Services RM'000	Other Operations RM'000	The Group RM'000
Segment revenue: Revenue from external customers	53,398	10,989	151	64,539
Segmental profit/(loss): Operating profit/(loss) for reportable segments	8,074	2,601	(3,442)	7,233
Interest income Finance costs Share of results of associated companies Profit before tax Income tax expense Profit after tax			_ 	451 (7) 770 8,448 (643) 7,805



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# A9. Valuations of Property, Plant and Equipment

The Group did not carry out any valuation on its property, plant and equipment.

# A10. Material Events Subsequent to the End of the Interim Period

Other than as disclosed in Note B6, there were no material events subsequent to the end of current quarter that have not been reflected in the financial statements for the current quarter.

# A11. Changes in the Composition of the Group

There were no changes in the composition of the Group during the current quarter.

# A12. Changes in Contingent Assets or Contingent Liabilities

Contingent liabilities of the Group as at 31 December 2022 amounted to RM55.767 million which are in respect of corporate guarantees given to licensed banks for the banking facilities granted to subsidiaries and guarantee of obligations of a subsidiary to a supplier.

# A13. Significant Related Party Transactions

The significant related party transactions during the current quarter and financial period ended are as follows:-

	Individual Quarter		Cumulative Quarter	
		Preceding Year		Preceding
	Current Year	Corresponding	<b>Current Year</b>	Year
	Quarter	Quarter	To Date	To Date
	31/12/2022	31/12/2021	31/12/2022	31/12/2021
	RM'000	RM'000	RM'000	RM'000
Related companies in which a substantial shareholder of the Company has interests:-				
Purchase of property, plant and equipment	-	5	-	82
Purchase of goods or services	134	3	169	3
Rental of motor vehicle	-	-	4	-
Associate of a subsidiary of the Company:-				
Sale of thixotropic gel	6,761	4,671	16,760	14,261
Sale of fiber reinforced plastics	-	611	-	1,839
Dividend income	411	209	1,186	521
Purchase of raw materials	296	305	500	883
Services rendered	-	112	-	134



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#### B. ADDITIONAL INFORMATION REQUIRED BY THE BURSA MALAYSIA SECURITIES BERHAD REQUIREMENTS

#### **B1.** Review of Performance

	Individual Quarter			Cumulative Quarter		
	Preceding			Preceding		
	Current Year	Year		Current Year	Year	
	Quarter	Quarter	Changes	To Date	To Date	Changes
	31/12/2022	31/12/2021	+/-	31/12/2022	31/12/2021	+/-
	RM'000	RM'000	(%)	RM'000	RM'000	(%)
Revenue	25,861	19,441	33.0%	66,686	64,539	3.3%
Operating profit	137	302	-54.5%	1,113	7,227	-84.6%
Profit before interest and tax	15	506	-97.0%	2,004	7,996	-74.9%
Profit before tax	515	743	-30.7%	3,424	8,448	-59.5%
Profit for the period	114	533	-78.6%	2,609	7,805	-66.6%
Profit for the period attributable to						
Owners of the Company	272	210	29.3%	2,517	5,378	-53.2%

The Group registered revenue of RM25.9 million and profit before tax of RM0.5 million in the current quarter as compared to revenue of RM19.4 million and profit before tax of RM0.7 million in the preceding year's corresponding quarter. The increase in revenue by 33% in the current quarter as compared to the preceding year's corresponding quarter was mainly due to higher revenue from thixotropic gel, engineering services, trading of industrial and building materials, but partially offset by lower revenue from fiber optic cables and fiber reinforced plastics.

Performance of the respective operating business segments in the current quarter compared to the preceding year's corresponding quarter are as follows:-

- a) Manufacturing Total manufacturing revenue decreased by 8% as compared to preceding year's corresponding quarter. Revenue of fiber optic cable and fiber reinforced plastics dropped by 23% and 97% accordingly. The decrease is partially offset by higher sales of thixotropic gel (35%).
- b) Trading and Engineering Services Revenue increased by 200% in current quarter as compared to preceding year's corresponding quarter as a result of higher revenue from engineering services, sales of industrial and building materials.
- c) Other Operations The revenue contribution in current quarter was consistent with the preceding year's corresponding quarter.

#### B2. Variation of Results Against the Immediate Preceding Quarter

	Current Quarter 31/12/2022	Immediate Preceding Quarter 30/09/2022	Changes +/-
	RM'000	RM'000	(%)
Revenue	25,861	22,560	14.6%
Operating profit	137	313	-56.0%
Profit before interest and tax	15	584	-97.4%
Profit before tax	515	1,063	-51.5%
Profit for the period	114	907	-87.4%
Profit for the period attributable to			
Owners of the Company	272	758	-64.1%

The Group's revenue increased to RM25.9 million in the current quarter as compared to the immediate preceding quarter of RM22.6 million. The Group recorded a profit before tax of RM0.5 million in the current quarter as compared to the profit before tax of RM1.1 million in the immediate preceding quarter. The increase in revenue by 15% in current quarter was mainly due to the higher revenue from engineering services, trading of industrial and building materials, thixotropic gel and fiber reinforced plastics. The increase is partially offset by lower revenue from fiber optic cables.

Performance of the respective operating business segments in the current quarter compared to the immediate preceding quarter are as follows:-

- a) Manufacturing Total revenue decreased by 24% in current quarter. The decrease in revenue was due to lower revenue from fiber optic cable (41%), but partially offset by higher revnue from thixotropic gel (18%) and fiber reinforced plastics (100%).
- b) Trading and Engineering Services The revenue increased by 216% in current quarter was due to higher sales of industrial and building materials (828%) and engineering services (85%).
- c) Other Operations The revenue contribution in current quarter was consistent with the immediate preceding quarter.



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#### **B3.** Prospects

The Company continues to be positive about the prospects for the economy as a whole and anticipates that it will continue to improve. Specifically, as the demand for faster and more reliable internet and telecommunications services continues to grow, there is a significant opportunity for the Group to continue to expand its business and offer innovative solutions to meet this demand. The Company stays mindful of the glocal rivalry and business seasonality, which could have an impact on the financial results. To this end, the Group is looking into continuing to diversify its revenue streams to enhance shareholders' values. The healthy cash reserve enables the Group to continue to assess opportunities for future growth.

#### B4. Profit Forecast and Profit Guarantee

The Group has not issued any profit forecast and profit guarantee in any public document.

#### **B5.** Income Tax Expenses

moone rax expenses	Quarter Ended		Financial Period Ended	
	31/12/2022	31/12/2021	31/12/2022	31/12/2021
	RM'000	RM'000	RM'000	RM'000
Tax expenses	401	212	818	648
Deferred taxation	(0)	(1)	(3)	(5)
	401	210	815	643

The effective tax rate of the Group for current quarter and year-to-date of reporting period is attributable to certain subsidiaries utilised tax losses brought forward from prior years.

#### B6. Status of corporate proposals as at 22 February 2023

# (being a date not earlier than seven (7) days from the date of issue of the quarterly report)

On 19 September 2022, the Company announced the (i) Proposed acquisition of 6,500,000 ordinary shares in T&J Engineering Sdn Bhd ("TJE"), representing 100% equity interest in TJE, for a total purchase consideration of up to RM90.0 million, to be satisfied by a combination of cash and shares, and (ii) proposed diversification of the business activities to include the Telecommunication Network Business (collectively referred to as the "Proposals"). The Proposals were approved by Bursa Malaysia on 22 November 2022, tabled and approved at the Extraordinary General Meeting ("EGM") held on 20 December 2022. The conditional period has been extended to 15 March 2023 for the parties to fulfill the precedent conditions of the Share Sale Agreement.

#### B7. Utilisation of Proceeds Raised from Corporate Proposal

a. On 2 April 2021, the Company had raised total proceeds of RM9.272 million from the private placement by issuance of 16,124,900 new ordinary shares.

The current status as of follows:

Details	Expected timeframe for utilisation of proceeds from 2 April 2021	Proposed Utilisation RM'000	Actual Utilisation as of 22 February 2023 RM'000	Balance Unutilised RM'000
(i) Future business projects/investment	Within 24 months	6,000	(6,000)	-
(ii) Working capital	Within 12 months	3,142	(3,142)	-
(iii) Estimated expenses for the Private Placement	Immediate	130	(130)	-
Total		9,272	(9,272)	-

b. On 9 September 2021, the Company had raised total proceeds of RM23.147 million from the private placement by issuance of 53,212,400 new ordinary shares.

The current status as of follows:

Details	Expected timeframe for utilisation of proceeds from 9 September 2021	Proposed Utilisation RM'000	Actual Utilisation as of 22 February 2023 RM'000	Balance Unutilised RM'000
(i) Future business projects/investment	Within 24 months	19,000	(504)	18,496
(ii) Working capital	Within 24 months	3,668	(3,668)	-
(iii) Estimated expenses for the Private Placement	Immediate	479	(479)	-
Total		23,147	(4,651)	18,496



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c. On 31 January 2023, the Company had raised total proceeds of RM19.257 million from the private placement by issuance of 27,908,700 new ordinary

The current status as of follows:

Details	Expected timeframe for utilisation of proceeds from 31 January 2023	Proposed Utilisation RM'000	Actual Utilisation as of 22 February 2023 RM'000	Balance Unutilised RM'000
(i) Proposed acquisition	Within 36 months	18,257	-	18,257
(ii) Working capital	Within 36 months	-	-	-
(iii) Estimated expenses for the Private Placement	Immediate	1,000	-	1,000
Total		19,257	-	19,257

# B8. Group Borrowings and Debt Securities

The Group's borrowings are unsecured, the details of the borrowings at the end of the reporting period are as follows:-

		As at	As at
		31/12/2022	31/12/2021
	Currency	RM'000	RM'000
<u>Current</u>	<u>Denomination</u>		
- Foreign currency trade facilities	USD	-	-

#### B9. Derivative Financial Instruments

The Group has entered into forward exchange contracts to manage the foreign currency exposures arising from the Group's payables denominated in currencies other than the functional currency. The forward exchange contracts have maturities of less than one year after the end of the reporting period.

	Quarter Ended		Financial Period Ended	
	31/12/2022 RM'000	31/12/2021 RM'000	31/12/2022 RM'000	31/12/2021 RM'000
Gain/(Loss) from foreign currency hedging contract	(49)	(1)		(67)

# B10. Material litigation as at 22 February 2023

(being a date not earlier than seven (7) days from the date of issue of the quarterly report)

Opcom Cables Sdn Bhd, a subsidiary of the Company, has filed and served the Writ of Summons and Statement of Claims against Forward Resources & Construction Sdn. Bhd. ("FRC") as Defendant claiming the amount of RM0.4 million for the supply of fiber optic cables. Judgement in Default of Appearance was granted against FRC on 12 October 2022. A winding up order was served on FRC through one of FRC's petitioners. Therefore, Opcom Cables Sdn Bhd has on 1 December 2022, filed the Proof of Debt with the Malaysia Insolvency Department for the RM0.4 million. The Group had made full provision on the RM0.4 million in the prior years.

# B11. Dividends

The Company did not declare dividends during the current quarter (30 September 2021: Nil).



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# B12. Earnings per share

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(a) Basic earnings per share		Quarter Ended			
				Financial Period Ended	
	31/12/2022	31/12/2021	31/12/2022	31/12/2021	
Profit for the period attributable to owners of the Company (RM'000)	272	210	2,517	5,378	
Weighted average number of ordinary shares in issue ('000)	279,087	255,587	279,087	255,587	
Basic earnings per share (sen)	0.10	0.08	0.90	2.10	
(b) Diluted earnings per share					
	Quarte	Quarter Ended		Financial Period Ended	
	31/12/2022	31/12/2021	31/12/2022	31/12/2021	
Profit for the period attributable to					
owners of the Company (RM'000)	272	210	2,517	5,378	
Weighted average number of ordinary					
shares in issue ('000)	279,087	255,587	279,087	255,587	
Shares deemed to be issued for no consideration:					
Employee share options in issue ('000)	2,624	7,102	2,624	7,102	
Weighted average number of ordinary					
shares for diluted earnings per share computation ('000)	281,711	262,689	281,711	262,689	
Diluted earnings per share (sen)	0.10	0.08	0.89	2.05	

# B13. Profit for the period

	Quarter Ended		Financial Period Ended	
	31/12/2022 RM'000	31/12/2021 RM'000	31/12/2022 RM'000	31/12/2021 RM'000
Profit for the period is arrived at after crediting:-				
Interest income	500	237	1,420	451
Write back of provision for doubtful debts	-	100	-	350
Other income	241	43	691	589
Reversal of Inventories written down	63	58	261	148
Foreign exchange gain	275	(46)	921	146
and after charging:-				
Depreciation	481	453	1,426	1,469
PPE written off	-	26	-	26
Loss on derivatives	49	1	-	67
Foreign exchange loss	163	(39)	1,331	65

There were no gain or loss on disposal of quoted or unquoted investments or properties or exceptional items for current quarter and financial period ended 31 December 2022 (31 December 2021: Nil).